



CONEXANT

CONEXANT SYSTEMS, INC.
4311 Jamboree Road
Newport Beach, CA 92660-3095

PROPRIETARY INFORMATION

Please read the following paragraphs and acknowledge your agreement of your continuing obligations to Conexant.

Company Property/Confidentiality of Company Information

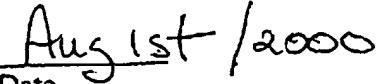
I understand that all documents or other things coming into my possession, custody or control by virtue of my employment are the property of Conexant and all such properties are to be delivered to Conexant at the time of termination.

I understand that during my employment period, I may have had access to company information, technical and otherwise, including but not limited to such things as business plans, financial data, computer software, work in progress, and information related to the names, positions, capabilities, internal telephone and mailing information of Conexant's employees. I understand that this information is considered either confidential or proprietary to Conexant and that I will not use, disclose or authorize anyone else to use or disclose such information.

Acknowledged:

Kathy Duncan


Employee Signature


Date